

SULLIVAN & CROMWELL LLP

John L. Hardiman

Veronica W. Ip

125 Broad Street

New York, New York 10004

Telephone: (212) 558-4000

Fax: (212) 558-3588

*Counsel for TerraForm Global, Inc. and
TerraForm Power, Inc.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:) Chapter 11
)
SUNEDISON, INC., <i>et al.</i> , ¹) Case No. 16-10992 (SMB)
)
Debtors.) Jointly Administered

**NOTICE OF WITHDRAWAL OF THE DECLARATION OF TIMOTHY J. PERLA IN
SUPPORT OF THE YIELDCOS' RESPONSE TO THE OBJECTION OF CARLOS
DOMENECH ZORNOZA AND FRANCISCO PEREZ GUNDIN TO THE DEBTORS'
MOTION FOR ORDER PURSUANT TO BANKRUPTCY CODE SECTIONS 105(A)
AND 363(B), AND BANKRUPTCY RULES 6004 AND 9019, AUTHORIZING AND
APPROVING D&O INSURANCE ALLOCATION AGREEMENT**

PLEASE TAKE NOTICE THAT, on September 27, 2017, TerraForm Global,
Inc. and TerraForm Power, Inc. (collectively, the "Yieldcos") filed the *Yieldcos' Response to the*

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's tax identification number are as follows: SunEdison, Inc. (5767); SunEdison DG, LLC (N/A); SUNE Wind Holdings, Inc. (2144); SUNE Hawaii Solar Holdings, LLC (0994); First Wind Solar Portfolio, LLC (5014); First Wind California Holdings, LLC (7697); SunEdison Holdings Corporation (8669); SunEdison Utility Holdings, Inc. (6443); SunEdison International, Inc. (4551); SUNE ML 1, LLC (3132); MEMC Pasadena, Inc. (5238); Solaicx (1969); SunEdison Contracting, LLC (3819); NVT, LLC (5370); NVT Licenses, LLC (5445); Team-Solar, Inc. (7782); SunEdison Canada, LLC (6287); Enflex Corporation (5515); Fotowatio Renewable Ventures, Inc. (1788); Silver Ridge Power Holdings, LLC (5886); SunEdison International, LLC (1567); Sun Edison LLC (1450); SunEdison Products Singapore Pte. Ltd. (7373); SunEdison Residential Services, LLC (5787); PVT Solar, Inc. (3308); SEV Merger Sub Inc. (N/A); Sunflower Renewable Holdings I, LLC (6273); Blue Sky West Capital, LLC (7962); First Wind Oakfield Portfolio, LLC (3711); First Wind Panhandle Holdings III, LLC (4238); DSP Renewables, LLC (5513); Hancock Renewables Holdings, LLC (N/A); EverStream HoldCo Fund I, LLC (9564); Buckthorn Renewables Holdings, LLC (7616); Greenmountain Wind Holdings, LLC (N/A); Rattlesnake Flat Holdings, LLC (N/A); Somerset Wind Holdings, LLC (N/A); SunE Waiawa Holdings, LLC (9757); SunE MN Development, LLC (8669); SunE MN Development Holdings, LLC (5388); SunE Minnesota Holdings, LLC (8926); and TerraForm Private Holdings, LLC (5993). The address of the Debtors' corporate headquarters is 13736 Riverport Dr., Maryland Heights, Missouri 63043.

Objection of Carlos Domenech Zornoza and Francisco Perez Gundin to the Debtors' Motion for Order Authorizing and Approving D&O Insurance Allocation Agreement (the "Response")
[Docket No. 4062].

PLEASE TAKE FURTHER NOTICE THAT, on September 27, 2017, the Yieldcos filed the *Declaration of Timothy J. Perla in Support of the Yieldcos' Response to the Objection of Carlos Domenech Zornoza and Francisco Perez Gundin to the Debtors' Motion for Order Authorizing and Approving D&O Insurance Allocation Agreement* (the "Perla Declaration")
[Docket No. 4063].

PLEASE TAKE FURTHER NOTICE THAT, the Yieldcos, by their undersigned attorneys, hereby withdraw the Perla Declaration.

Dated: September 28, 2017
New York, New York



John L. Hardiman
Veronica W. Ip
SULLIVAN & CROMWELL LLP
125 Broad Street
New York, New York 10004
Telephone: (212) 558-4000
Facsimile: (212) 558-3588
E-mail: hardimanj@sullcrom.com
ipvw@sullcrom.com

Counsel for TerraForm Global, Inc. and TerraForm Power, Inc.